

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re	:
	:
SEARS HOLDINGS CORPORATION, <i>et al.</i>,	:
	:
Debtors.¹	:
	:
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Chapter 11
Case No. 18-23538 (RDD)
(Jointly Administered)

**ORDER DENYING THE MOTION OF GREENHORN VENTURES
LLC (I) TO COMPEL THE DEBTORS TO REJECT A NONRESIDENTIAL REAL
PROPERTY LEASE, OR IN THE ALTERNATIVE ESTABLISHING A DEADLINE BY
WHICH THE DEBTORS MUST ASSUME AND CURE ALL DEFAULTS OR REJECT
THE LEASE; AND (II) FOR RELIEF FROM THE AUTOMATIC STAY**

Upon the motion of Greenhorn Ventures LLC (“**Greenhorn Ventures**”), filed on November 30, 2018 [ECF No. 969] (the “**Initial Motion**”), the first supplement to the Initial Motion, filed on December 14, 2018 [ECF No. 1220] (the “**First Supplement**”), and the second supplement to the Initial Motion, filed on January 17, 2019 [ECF No. 1595] (the “**Second**

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); Sears, Roebuck de Puerto Rico, Inc. (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); Sears Brands Management Corporation (5365); and SRe Holding Corporation (4816). The location of the Debtors’ corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

Supplement” and, together with the First Supplement and the Initial Motion, the “**Motion**”),² seeking to compel Kmart Corporation (“**Kmart**”), a debtor in the above-captioned chapter 11 cases, to reject the Lease or in the alternative for the Court to establish a deadline for Kmart to assume the Lease and cure the defaults asserted by Greenhorn Ventures or reject the Lease, and to modify the automatic stay to permit Greenhorn Ventures to enforce its rights with respect to the defaults under the Lease, all as more fully described in the Motion; and upon the objection to the Motion by Kmart and its affiliated debtors, filed on January 11, 2019 [ECF No. 1549]; and the Court having jurisdiction to decide the Motion and the relief requested therein in accordance with 28 U.S.C. §§ 157(a)-(b) and 1334 and the Amended Standing Order of Reference M-431, dated January 31, 2012 (Preska, C.J.); and consideration of the Motion and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and upon the record of the hearing held by the Court on the Motion on January 18, 2019 (the “**Hearing**”); and after due deliberation and for the reasons stated by the Court in its bench ruling at the hearing, the Court having determined that Greenhorn Venture has not established a sufficient factual or legal basis for the requested relief, it is hereby

ORDERED THAT

1. The Motion is denied, without prejudice to the Greenhorn Venture’s right to seek such relief upon materially different circumstances.

² Capitalized terms used herein but not otherwise defined shall have the meanings ascribed to them in the Initial Motion.

2. This Court shall retain jurisdiction with respect to all matters arising from
or related to the implementation of this Order.

Dated: January 29, 2019
White Plains, New York

/s/Robert D. Drain
THE HONORABLE ROBERT D. DRAIN
UNITED STATES BANKRUPTCY JUDGE